

(4) Notice of the time and place for holding any meeting of shareholders need not be given

- (a) to persons who were not registered on the books of the company on the record date fixed under subsection (1); or
- (b) if all the shareholders of the company entitled to vote at the meeting waive notice of the meeting in writing.

(5) Where a company has not fixed a record date under subsection (1), the failure of any shareholder of the company to receive a notice of the time and place for holding a meeting of shareholders of the company does not deprive the shareholder of a vote at the meeting if the shareholder is registered on the books of the company at least forty-eight hours, excluding Saturdays and holidays, before the time set for the meeting.

(6) In the absence of other provisions"; and

Add immediately after line 41 on page 22, the following:

"(7) This section applies notwithstanding any provision of the letters patent or supplementary letters patent of the company except in respect of a meeting of a company for which a notice of the time and place thereof has been given to the shareholders before or on the date this section comes into force."

#### *Clause 9*

Add the word "and" immediately after line 37 on page 23.

Strike out lines 1 to 16 both inclusive on page 24 and substitute the following therefor:

"(iv) the sending of a form of proxy to a shareholder pursuant to section 106c,

but does not include

- (v) the sending of a form of proxy to a shareholder in response to an unsolicited request made by him or on his behalf, or
- (vi) the performance by any person of administrative acts or professional services on behalf of a person soliciting a proxy; and"

Strike out line 26 on page 24 and substitute the following therefor:

"to vote in person or by proxy at a meeting of shareholders may,"

Strike out lines 34 to 37 both inclusive on page 24 and substitute the following therefor:

"in writing or, if the shareholder is a corporation under its corporate seal or by an officer or attorney thereof duly authorized.

(3) A proxy ceases to be valid one year from its date but no proxy shall confer authority to vote at any meeting other than the meeting in respect of which it is given or any adjournment thereof."

Strike out line 3 on page 25 and substitute the following therefor:

"shall contain the date thereof and state the appointment and name of"